

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

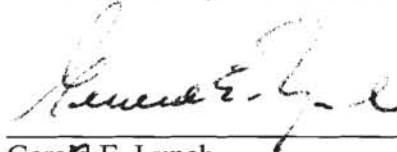
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Shelley Hnot, et al., :
 :
 Plaintiffs, : No. 01-CV-6558 (GCL)
 : ~~PROPOSED~~ ORDER
 -against- :
 :
 Willis Group Holdings, Ltd., et al., :
 :
 Defendants. :
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Upon consideration of Plaintiffs' Motion for Preliminary Approval of the Proposed
Consent Decree, and the entire record herein, IT IS, this 14th day of October, 2007, ORDERED:

1. The terms of the proposed Consent Decree are fair, reasonable and adequate to the class as a whole, and thus preliminary approval is hereby GRANTED.
2. The proposed Notice summarizing the terms of the Consent Decree and attached thereto as Ex. B, is approved.
3. Rust Consulting is hereby appointed Settlement Administrator, with their fees to be paid by Defendant.
4. Within four days after the date of this Order, the Settlement Administrator shall send by certified mail, postage prepaid, to each person on the Class Notice List, a copy of the Notice.
5. If a notice is returned as "undeliverable," the Settlement Administrator shall use its best efforts and make an electronic search for such class member within seven (7) days of receipt of the returned notice, and the Settlement Administrator shall re-mail the notice to any additional address obtained.
6. Class members who wish to present objections to the proposed settlement must do so in writing. Written objections shall state with specificity the provision(s) of the Decree to which the Class member objects. Written objections shall be mailed to the Settlement Administrator at Willis Claims Administrator, c/o Rust Consulting, Inc., P.O. Box 920, Minneapolis, MN 55440-0920, and must be received by the Settlement Administrator on or before November 12, 2007. Written objections should also state whether the Class member wishes to be heard at the Final Fairness

Hearing. Any Class Member who timely files objections with the Settlement Administrator may, but is not required to, speak at the Fairness Hearing. Such class member may obtain their own attorney to speak on their behalf, but the objecting class member must bear the expense of any such attorney. Objections raised at the Fairness hearing shall be limited to those matters raised in timely written objections.

7. The Settlement Administrator shall: (i) date stamp the original of any objections it receives, (ii) serve copies on Class Counsel and Willis' counsel no later than two (2) business days after the Settlement Administrator receives the objections, and (iii) file the date-stamped originals with the Clerk of the Court no later than November 14, 2007. The Settlement Administrator shall retain copies of all written objections until the Settlement Administrator is relieved of its duties and responsibilities under the Decree.
8. The Final Fairness Hearing will be held on November 19, 2007 at 10:00 a.m.



Gerald E. Lynch
United States District Judge